Financial Statements // Expressed in Canadian dollars

Romspen Mortgage Investment Fund

Nine months ended September 30, 2026



Morrison Walk - North Vancouver, BC Canada

ROMSPEN

Romspen Mortgage Investment Fund (RMIF) has a long-term track record of mortgage investing and oversees $2.5 billion of assets, specializing in strategic short-term commercial mortgages in Canada and US.

The Fund's investment mandate is capital preservation, steady returns, and performance consistency. It strives to deliver positive returns to unitholders regardless of the geopolitical or economic climate, or the performance of equity or fixed-income markets and other major asset classes.

The Fund invests in a diversified pool of first mortgage loans secured by real estate assets across North America. Our investments are typically unconventional, complex, and illiquid, requiring a high degree of structuring expertise and active oversight. The Fund has a conservative balance sheet, and avoids the use of structural leverage to enhance returns. We manage the portfolio patiently and prudently, supported by disciplined execution and a consistent focus on capital protection.

Contents

4 Highlights

6 Trustees' Letter

8 Management's Discussion & Analysis

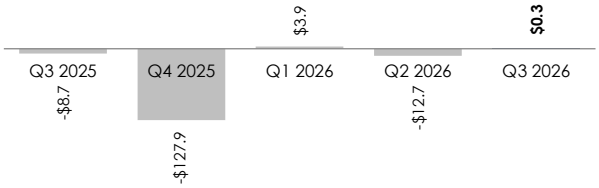
16 Fund Financial Statements

37 Trustees & Management and Unitholder Information

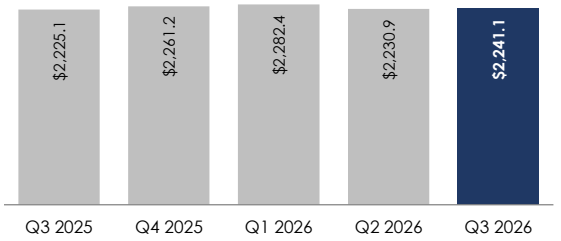
ROMSPEN MORTGAGE INVESTMENT FUND - 2026 HIGHLIGHTS

Key Metrics

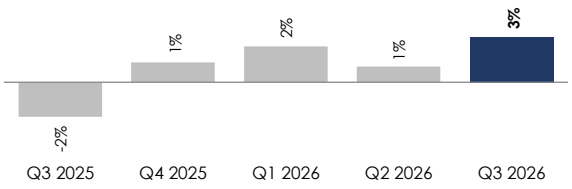
Net Earnings (Loss) ($millions)



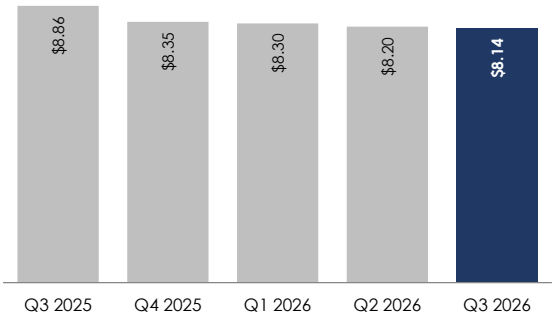
Net Investment Portfolio ($millions)



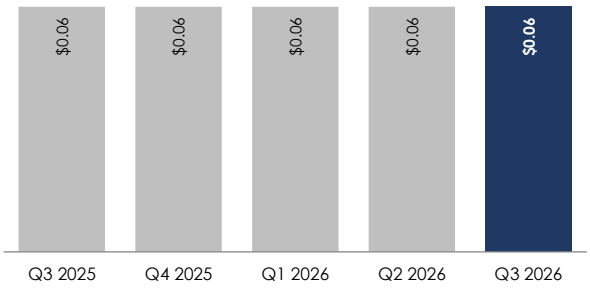
Net Leverage (% of book value of investments)



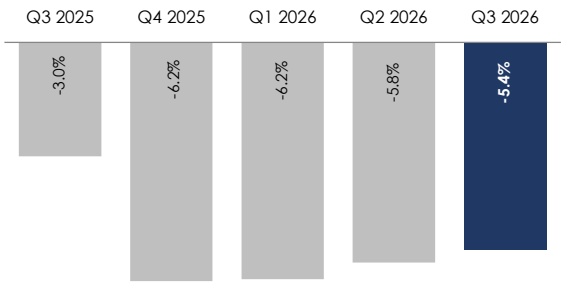
Net Asset Value ($/unit)



Unitholder Distributions ($/unit)



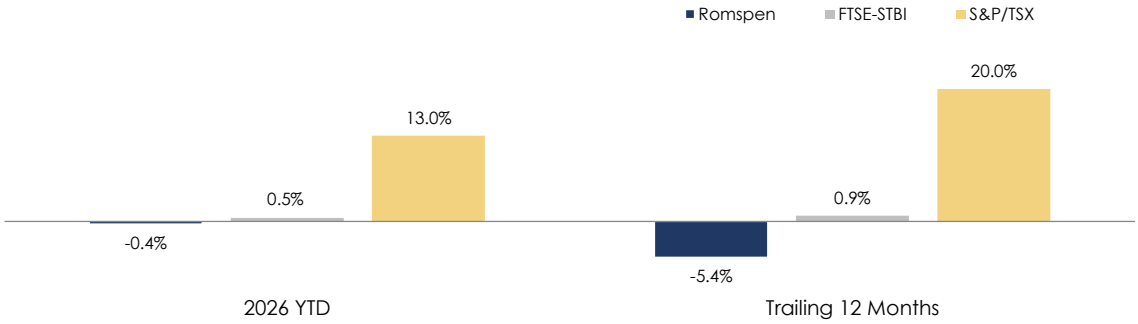
Unitholder Return [1]



[1] The indicated are historical trailing 12 month compounded net returns, after deducting management fees and expenses payable by the Fund, and include changes in unit value and assume the reinvestment of all distributions. They do not take into account any applicable sales, redemption, or distribution charges, or income taxes payable by any unitholder, that would have reduced returns.

Comparative Performance

Annual % Return[1]

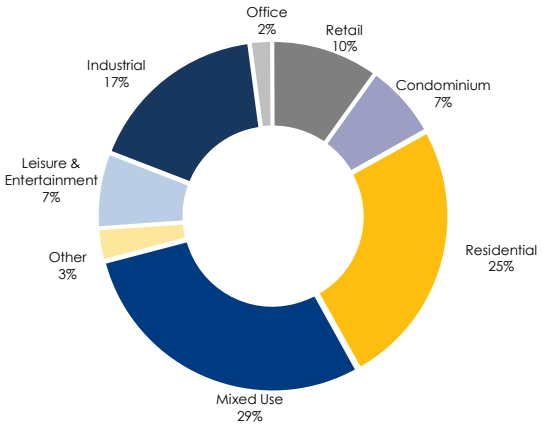


[1] The indicated rates of return are historical annual compounded returns, after deducting management fees and expenses payable by the Fund, and include changes in unit value and assume the reinvestment of all distributions. They do not take into account any applicable sales, redemption, or distribution charges, or income taxes payable by any unitholder, that would have reduced returns.

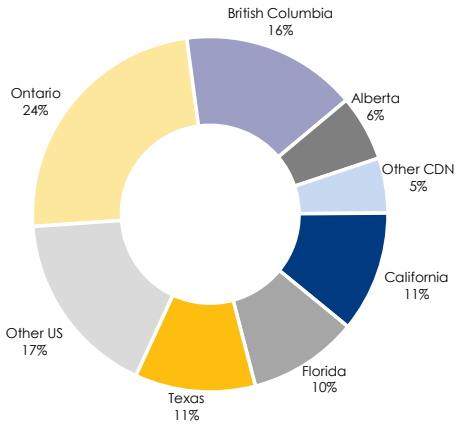
Romspen returns are net[1]; comparative benchmarks are gross returns.

Investment Portfolio Profile

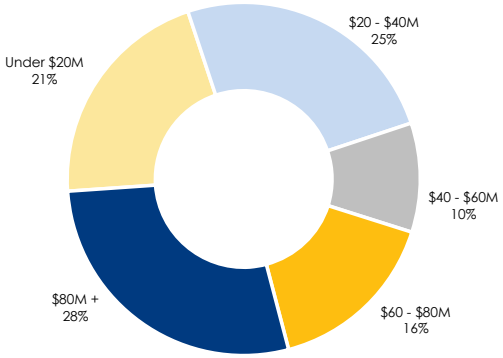
By Type



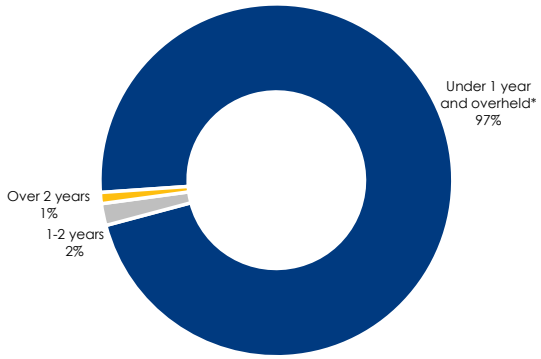
By Geography



By Amount



By Maturity



*Overheld loans represent loans held beyond their contractual maturity or on a month to month arrangement. Their holding period may extend beyond one year.

Trustees' Letter

Dear Fellow Unitholders:

The Fund's financial performance for the third quarter of 2026 reflects the continued impact of challenging market conditions and the Fund's focus on asset resolution and capital protection. Unitholder distributions for the quarter were consistent with a year ago, but continue to be lower than the Fund's historical norms.

Comparative Performance

The compounded net return for the first nine months of 2026 was -0.4%, compared to -1.2% a year ago. In comparison, the FTSE Canada Short-Term Overall Bond Index™ ("FTSE-STBI"), and the S&P/TSX Composite Index ("S&P/TSX") returned 0.5% and 13.0% respectively on a year-to-date basis. For the 12-month period ended September 30, 2026, the Fund's compounded net return to unitholders was -5.4%, whereas FTSE-STBI and the S&P/TSX returned 0.9% and 20.0% respectively.

Financial Highlights

For the third quarter of 2026, the Fund's net earnings was $0.3 million ($0.00 per unit), compared to net loss of $8.7 million ($0.03 per unit) in the prior year. Distributions totaled $17.2 million ($0.06 per unit), with a compounded net return of 0.02% for the third quarter, compared to $17.1 million ($0.06 per unit) and a compounded net return of -0.34% a year ago.

At September 30, 2026, the net portfolio totaled $2.2 billion, representing a decrease of 1% compared to December 31, 2025. Unitholders' capital totalled $2.3 billion, a decrease of 2% compared to $2.4 billion in December 31, 2025. The Fund's portfolio and earnings remain well diversified by property type, geography, size and currency. Canadian mortgages represented 51% of the Fund, compared to 48% at December 31, 2025, with the majority concentrated in Ontario (24%) and British Columbia (16%). US mortgages represented 49% of the Fund, comprised of 47 US mortgages across 18 states with the highest concentrations in California (11%), Texas (11%), and Florida (10%).

Net debt (debt less unrestricted cash) was $60.6 million, or 2.6% of the book value of investments, compared to $26.7 million, or 1.2% at December 31, 2025.

The weighted average interest rate of the portfolio was 9.1% at September 30, 2026 compared to 9.0% at December 31, 2025. The weighted average interest rate on performing loans was 11.8%, down from 12.2% at December 31, 2025.

As a percentage of the overall portfolio, loans under review were 55%, compared to 54% at December 31, 2025, and reflect the continued slowdown and price uncertainty in real estate markets.

As we emphasize, loans under review are a feature of the financing niche in which the Fund operates, and may not necessarily result in a loss of principal beyond the fair value provision. Nevertheless, reducing the number of loans under review remains a key priority. Owned assets make up 25% of the portfolio in 2026, compared to 23% at December 31, 2025.

The Fund's NAV was $8.14 per unit compared to $8.35 per unit at December 31, 2025. Approximately 78% (December 31, 2025 – 71%) of the Fund's US dollar exposure is hedged by forward contracts.

Financial Presentation

In accordance with International Financial Reporting Standards, the Fund's financial statements are unconsolidated, which provides limited insight into the actual performance of the mortgage loan portfolio. To provide useful, transparent and comparable information, a set of combined financial statements has been included in the Management's Discussion and Analysis ("MD&A", pp. 10-15). We suggest that these financial statements in the MD&A be used as the primary reference point.

Outlook

Macroeconomic uncertainty in real estate and real estate credit markets took a new turn this quarter. The hawkish pivot we flagged in our last letter has now come to pass, as the U.S. Federal Reserve raised federal funds rates in September - its first hike in three years, citing solid economic activity, but elevated inflation amid heightened geopolitical uncertainty. The Bank of Canada followed suit, raising its policy rate in October, its first increase since July 2023, to guard against the risk that persistently high energy prices, linked in part to the conflict in the Middle East, broaden into more persistent inflation. Markets are pricing in a reasonable chance of a further increase in December. Longer-term borrowing costs have followed suit, with the 10-year U.S. Treasury yield nearing 5.25% and 30-year mortgage rates climbing to levels not seen since late 2023. Several market participants expect the result will be muted transaction activity into the fourth quarter and early 2027. However, the picture is not uniformly negative, as data centre investment surpassed residential investment for the first time, multifamily rents are firming as a recent wave of new supply fades, and necessity-based retail continues to perform well. Land, pre-development and horizontal development lending, a segment in which the Fund has meaningful exposure, remains challenged, as U.S. builders reported tightening credit conditions for an eighteenth consecutive quarter,

especially for land development loans, reflective of higher base rates, more stringent underwriting requirements and additional collateral requirements. Private capital continues to fill the gap where traditional banks have receded, a dynamic expected to persist in the medium term.

Against this backdrop, the Fund's focus on short-term, first-mortgage lending remains well suited to a higher and more uncertain rate environment, allowing it to selectively reprice and redeploy capital rather than being locked into long-duration positions. The Fund's capital resources remain somewhat constrained, but adequate to meet its objectives, and management intends to continue allocating capital prudently, only originating new loans where returns and quality are compelling, and honouring existing commitments. The Fund expects to make continued progress in readying certain significant assets for eventual monetization, notably the Woodbine Mall property in the GTA and the Atmosphere project in Richmond, British Columbia, both of which came under control earlier this year. Other properties continue to remain subject to the resolution of complex enforcement scenarios or sponsor-initiated litigation. Providing liquidity to unitholders remains a high priority, and our secondary program - including marketing initiatives to interested institutions and other potential investors - continues to advance, supported by independent valuation work to assist in pricing. Again, we thank the Advisory Committee for its ongoing contributions and look forward to further updating you on its work.

Thank you for your continued support.

Sheldon Esbin, Mark Hilson, Arthur Resnick, Wesley Roitman, Paras Dharamshi

Trustees of the Fund, November 9, 2026

Management's Discussion & Analysis

Responsibility of Management

This Management's Discussion and Analysis ("MD&A") for Romspen Mortgage Investment Fund (the "Fund") should be read in conjunction with the unaudited financial statements and notes thereto for the quarter ended September 30, 2026, included herein and the audited financial statements and MD&A for the year ended December 31, 2025. Investment in the Fund is subject to certain risks and uncertainties described in the Fund's Offering Memorandum, which should be read in conjunction with this MD&A. These documents are available on the Fund's website at: www.romspen.com.

Management is responsible for the information disclosed in this MD&A. The Fund has in place appropriate procedures, systems and controls to ensure such information is materially complete and reliable. In addition, the Fund's trustees have reviewed and approved the MD&A and the financial statements for the quarter ended September 30, 2026.

This MD&A contains certain forward-looking statements and non-IFRS financial measures; see "Forward-Looking Statements" and "Non-IFRS Financial Measures".

Forward-Looking Statements

From time to time, the Fund makes written and verbal forward-looking statements. These are included in its quarterly and annual MD&A, Fund presentations and other Fund communications.

Forward-looking statements include, but are not limited to, business objectives and targets, strategies, operations, anticipated financial results, and the outlook for the Fund, its industry and the Canadian economy. These statements regarding future performance are "financial outlooks" within the meaning of National Instrument 52-102 Continuous Disclosure Obligations. Forward-looking statements are typically identified by words such as "believe", "expect", "anticipate", "estimate", "plan", "may" and "could", or other similar expressions. By their very nature, these statements require management to make assumptions and are subject to inherent risks and uncertainties, general and specific, which may cause actual results to differ materially from the expectations expressed in the forward-looking statements. These risks and uncertainties include, but are not limited to, global capital markets activity, changes in government monetary and economic policies, changes in interest rates, changes in foreign exchange rates, inflation levels and general economic conditions, legislative and regulatory developments, disruptions resulting from the outbreak of pandemics, competition and technological change.

The preceding list of possible factors is not exhaustive. These and other factors should be considered carefully, and readers are cautioned not to place undue reliance on these forward-looking statements. The Fund does not undertake to update any forward-looking statements, whether written or verbal, that may be made from time to time by it or on its behalf except as required by securities laws.

Non-IFRS Financial Measures

This MD&A contains certain non-IFRS financial measures. A non-IFRS financial measure is defined as a numerical measure of the Fund's historical or future financial performance, financial position or cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measure calculated and presented in accordance with IFRS in the financial statements or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measure so calculated and presented. Non-IFRS financial measures disclosed herein are meant to provide additional information and insight regarding the historical operating results and financial position of the Fund. These measures are not in accordance with, or a substitute for, IFRS and may be different from, or inconsistent with, non-IFRS financial measures used by others.

Introduction

The Fund is an unincorporated closed-end investment trust established under the laws of the Province of Ontario pursuant to a trust indenture dated May 20, 2005. The Fund is a non-bank lender providing and investing primarily in short-term and medium-term commercial mortgages. The Fund is the sole limited partner in Romspen Mortgage Limited Partnership (the "Partnership") and conducts its lending activities primarily through the Partnership. The objective of the Fund is to provide stable and secure cash distributions of income while preserving equity.

Romspen Investment Corporation ("Romspen") is the Fund Manager and acts as the primary loan originator, underwriter and syndicator for the Partnership. Romspen also acts as administrator of the Fund's affairs. Romspen and its principals, through predecessor companies, have been in the business of mortgage origination, servicing and syndication since 1966.

The Fund commenced operations on January 16, 2006, and raised $158.9 million pursuant to the Exchange Offering, whereby

Romspen's investors exchanged their syndicated mortgage interests for units of the Fund, and $15.3 million pursuant to the Unit Offering described in its Offering Memorandum dated March 15, 2005.

On June 22, 2007, federal legislation came into force that altered the tax regime for specified investment flow-through trusts or partnerships ("SIFT") (the "SIFT Rules"). Under the SIFT Rules, certain distributions from a SIFT are no longer deductible in computing a SIFT's taxable income and a SIFT is subject to tax on such distributions at a rate that is substantially equivalent to the general corporate tax rate. Distributions paid by a SIFT as returns of capital are not subject to the tax. As its units are not listed on a stock exchange or other public market, the Fund is not subject to the SIFT tax regime.

The Offering Memorandum, financial statements and additional information on the Fund are available and updated regularly on the Fund's website at: www.romspen.com. Unitholders who would like further information may also contact the Investor Relations department of the Fund at: 416-966-1100.

Portfolio

As of September 30, 2026, the Fund's mortgage and investment portfolio (the "Portfolio"), net of fair value provisions, was $2.2 billion, compared to $2.3 billion at December 31, 2025. The Portfolio included 92 mortgages and investments, compared to 97 at December 31, 2025.

Approximately 95% of the Portfolio was invested in first mortgages on September 30, 2026 (December 31, 2025 – 94%). The weighted average interest rate of the mortgage loans in the Portfolio was 9.1%, compared to 9.0% at December 31, 2025. The weighted average interest rate on performing loans was 11.8% (December 31, 2025 – 12.2%).

The Portfolio continues to consist mainly of short-term mortgages to third parties and mortgages to the Fund's subsidiaries, including mortgages that are past their contractual maturity dates. Approximately 97% of the Portfolio's investments mature within one year or are in overhold (December 31, 2025 – 94%) and 99% mature within two years (December 31, 2025 – 98%). In addition, all our mortgages are open for repayment prior to maturity.

As of September 30, 2026, approximately 24% of the Fund's investments were in Ontario (December 31, 2025 - 23%). Approximately 22% of the Portfolio was invested in Western Canada (December 31, 2025 – 20%), 5% in other provinces (December 31, 2025 – 5%) and 49% in the US (December 31, 2025 – 52%). The Fund Manager believes this broad level of North American diversification brings greater stability to the Fund's performance by reducing dependency on the economic activity and cycles in any given geographic region.

Total fair value provision as of September 30, 2026, was $503.9 million (December 31, 2025 – $488.9 million), of which $199.9 million was provided against accrued interest receivable (December 31, 2025 – $230.9 million). The remaining fair value provision of $304.0 million represents 15.5% of the original cost of the Fund's investment in mortgages and subsidiaries (December 31, 2025 – $258.0 million represented 13.4%). Total fair value provision represents $1.76 per unit outstanding as of September 30, 2026 (December 31, 2025 – $1.71). During the first nine months of 2026, net fair value adjustments, which combine realized losses on resolved loans with the change in fair value provisions, were $33.6 million (2025 – $34.5 million), including $18.5 million of realized losses (2025 – $5.2 million). The establishment of the fair value provisions, including their allocation between accrued interest receivable and principal, is based on facts and interpretation of circumstances relating to the Portfolio. Thus, it is a complex and dynamic process influenced by many factors. The provisions rely on the judgment and opinions of individuals regarding historical trends, prevailing legal, economic and regulatory trends, and expectations of future developments. The process of determining the provisions involves a risk that the actual outcome will deviate, perhaps substantially, from the best estimates made. The fair value provisions will continue to be reviewed by the Fund Manager and the Fund's trustees on a regular basis and, if appropriate, will be adjusted.

Financial Presentation

In an effort to continue to provide valuable, transparent and comparable information, a set of non-IFRS combined financial statements is provided in the following pages, consistent with past reporting practices. It is highly recommended that the following unaudited financial statements in the MD&A continue to be used as the primary reference point.

Non-IFRS financial information

Combined Balance Sheet

September 30, 2026, with comparative information for December 31, 2025

Below is the combined balance sheet of the Fund and its wholly owned subsidiary, Romspen Mortgage Limited Partnership:

(In thousands of dollars, unless otherwise noted)	**September 30, 2026**	December 31, 2025
Assets		
Cash and cash equivalents	**$ 88,132**	$ 131,884
Accrued interest receivable	**105,443**	87,005
Mortgage investments	**1,250,664**	1,276,160
Investment in subsidiaries	**403,140**	386,010
Investment in TIG Romspen US Master Mortgage LP	**652,371**	650,694
Other assets	**27,125**	21,617
Restricted cash	**-**	5,519
	$ 2,526,875	$ 2,558,889
Liabilities and Unitholders' Equity		
Term credit facility	**$ 146,325**	$ 155,037
Accounts payable and accrued liabilities	**5,818**	5,665
Foreign exchange forward contracts	**40,635**	10,562
Distributions payable	**5,908**	5,783
	198,686	177,047
Units submitted for redemption	**663,784**	652,897
Unitholders' equity	**1,664,405**	1,728,945
	$ 2,526,875	$ 2,558,889

Non-IFRS financial information

Combined Statement of Earnings

Nine months ended September 30, 2026, with comparative information for 2025

Below is the combined statement of earnings of the Fund and its wholly owned subsidiary, Romspen Mortgage Limited Partnership:

(In thousands of dollars, except per unit amounts, unless otherwise noted)	**3 months ended Sep 30, 2026**	3 months ended Sep 30, 2025	**9 months ended Sep 30, 2026**	9 months ended Sep 30, 2025
Investment income				
Mortgage interest and income from subsidiaries	**$ 7,519**	$ 8,515	**$ 21,933**	$ 41,066
Income from Investment in TIG Romspen US Master Mortgage LP	**5,677**	7,273	**20,184**	23,709
Interest income from loan to TIG Romspen US Master Mortgage LP	**1,540**	1,410	**6,163**	4,415
Other	**1,000**	3,320	**3,158**	7,080
	15,736	20,518	**51,438**	76,270
Expenses				
Management fees	**4,875**	4,779	**14,378**	14,795
Financing costs	**5,345**	6,667	**16,124**	20,653
Net fair value adjustment on accrued interest receivable, mortgage investments and investment in subsidiaries	**2,123**	19,621	**33,589**	34,461
Other losses	**76**	456	**377**	1,112
Audit fees	**149**	243	**453**	724
Legal fees and other	**1,427**	497	**2,671**	1,718
	13,995	32,263	**67,592**	73,463
(Loss) gain on foreign exchange	**(1,402)**	3,068	**7,669**	(34,601)
Net earnings (loss)	**$ 339**	$ (8,677)	**$ (8,485)**	$ (31,794)
Net earnings (loss) per unit	**$ 0.00**	$ (0.03)	**$ (0.03)**	$ (0.11)
Weighted average number of units issued and outstanding	**285,996,778**	285,201,133	**285,756,775**	285,296,387

Non-IFRS financial information

Combined Statement of Changes in Unitholders' Equity

Nine months ended September 30, 2026, with comparative information for 2025

Below is the combined statement of changes in unitholders' equity of the Fund and its wholly owned subsidiary, Romspen Mortgage Limited Partnership:

(In thousands of dollars, except per unit amounts, unless otherwise noted)	**September 30, 2026**	September 30, 2025
Unit capital		
Balance, beginning of year	**$ 2,210,603**	$ 2,189,799
Issuance of units	**6,268**	9,998
Redemption of units	**-**	(7,137)
Increase in units submitted for redemption	**(10,887)**	(21,692)
Balance, end of period	**$ 2,205,984**	$ 2,170,968
Cumulative earnings		
Balance, beginning of year	**$ 1,504,362**	$ 1,664,022
Net loss	**(8,485)**	(31,794)
Balance, end of period	**$ 1,495,877**	$ 1,632,228
Cumulative distributions to unitholders		
Balance, beginning of year	**$ (1,986,020)**	$ (1,917,543)
Distributions to unitholders	**(51,436)**	(51,352)
Balance, end of period	**$ (2,037,456)**	$ (1,968,895)
Unitholders' equity	**$ 1,664,405**	$ 1,834,301
Units issued and outstanding, excluding units submitted for redemption	**204,196,417**	206,891,562

Combined Statement of Cash Flows

Nine months ended September 30, 2026, with comparative information for 2025

Below is the combined statement of cash flows of the Fund and its wholly owned subsidiary, Romspen Mortgage Limited Partnership:

(In thousands of dollars, unless otherwise noted)	**3 months ended Sep 30, 2026**	3 months ended Sep 30, 2025	**9 months ended Sep 30, 2026**	9 months ended Sep 30, 2025
Cash provided by (used in):				
Operations				
Net earnings (loss)	**$ 339**	$ (8,677)	**$ (8,485)**	$ (31,794)
Adjustments for:				
Receipt of Interest previously capitalized	**-**	-	**1,158**	-
Foreign Exchange loss (gain)	**1,402**	(3,068)	**(7,669)**	34,601
Items not affecting cash:				
Amortization of financing costs	**546**	1,277	**1,624**	3,297
Net fair value adjustment on accrued interest receivable, mortgage investments and investment in subsidiaries	**2,123**	19,621	**33,589**	34,461
Non-cash income from investment in TIG Romspen US Master Mortgage LP	**400**	286	**1,947**	4,017
Realized gain on foreign exchange excluding foreign exchange forward contracts	**1,070**	1,765	**4,858**	7,889
Other losses	**76**	456	**377**	1,112
Interest capitalized to mortgage investments	**-**	-	**-**	(1,119)
Change in non-cash operating items:				
Accrued interest receivable	**(3,996)**	599	**(4,368)**	(10,287)
Other assets	**295**	68	**(739)**	45
Accounts payable and accrued liabilities	**545**	692	**119**	(536)
	2,800	13,019	**22,411**	41,686
Funding of mortgage investments	**(70,343)**	(71,711)	**(178,492)**	(191,260)
Discharge of mortgage investments	**70,322**	162,590	**180,325**	290,121
Net discharge of investment in subsidiaries	**(17,068)**	(4,356)	**(26,518)**	(1,099)
Net funding of investment and loan to TIG Romspen US Master Mortgage LP	**(9,925)**	22,244	**19,679**	49,950
Change in Restricted cash	**2,290**	-	**5,519**	-
	(21,924)	121,786	**22,924**	189,398
Investing				
Net payment on maturity of foreign exchange forward contracts	**(1,789)**	(9,079)	**(13,253)**	(26,733)
	(1,789)	(9,079)	**(13,253)**	(26,733)
Financing				
Distributions paid to unitholders	**(15,170)**	(14,378)	**(45,043)**	(41,320)
Redemption of units	**-**	(137)	**-**	(7,137)
Change in term credit facility	**(3,282)**	(3,282)	**(9,844)**	(59,845)
Financing costs paid	**(6)**	(196)	**(128)**	(2,039)
	(18,458)	(17,993)	**(55,015)**	(110,341)
(Decrease) increase in cash	**(42,171)**	94,714	**(45,344)**	52,324
Net foreign exchange (loss) gain on cash accounts	**(815)**	3,432	**1,592**	(1,743)
Cash, beginning of period	**131,118**	113,952	**131,884**	161,517
Cash, end of period	**$ 88,132**	$ 212,098	**$ 88,132**	$ 212,098

Investment in Subsidiaries

The controlled subsidiaries acquire control of properties in order to complete development and dispose of the property with the goal of maximizing return to investors, which may involve, but not specifically require, the advancement of additional funds. These subsidiaries are not consolidated by the Fund and are summarized as follows:

(In thousands of dollars)

Name	Ownership	Description	Location	September 30, 2026
Guild	100%	Office complex	CA	$ 40,723
Aspen Lakes	100%	Residential development	CA	2,976
Almonte	50%	Retail plaza	CA	6,148
Liberty Ridge	100%	Residential subdivision	CA	69,342
Planetwide	100%	Land for residential development	CA	4,808
Royal Oaks	100%	Residential subdivision	CA	19,033
Haldimand	100%	Landfill	CA	31,320
High Street	100%	Commercial/Residential	CA	20,109
Egreen	100%	Land for industrial development	CA	3,917
Big Nob	100%	Land for residential development	CA	3,680
Midland	100%	Land for residential development	CA	6,292
Langford Lake	100%	Land for residential development	CA	45,131
Ponderosa	80%	Land for residential development	CA	36,551
Drought	100%	Land for residential development	CA	11,771
Northern Premier	100%	Land for industrial development	CA	10,333
Southpoint Landing	100%	Residential	CA	1,266
RIC Hampton Inc.	100%	Commercial	CA	10,255
Environmaster	100%	Environment and recycling	CA	25,888
Kawartha Downs	100%	Leisure and entertainment	CA	31,612
Nisku	100%	Industrial predevelopment	CA	16,210
St Catherine	100%	Vacant Land	CA	21,992
St Joseph Blvd	100%	Condo development	CA	53,769
				$ 473,126
		Fair value provision		(69,986)
				$ 403,140

Controlled subsidiaries that are owned by the General Partner of the Fund and not directly by the Partnership are classified as related party mortgage investments. Similar to investments in subsidiaries, these related party subsidiaries acquire control of properties in order to complete development and dispose of the property with the goal of maximising the return to investors, which may involve, but not specifically require, the advancement of additional funds from the Fund.

As at September 30, 2026, there are sixteen (December 31, 2025 – sixteen) mortgage investments to related party subsidiaries with a fair value of $589,045 (December 31, 2025 – $370,323). Further details regarding related party mortgage investments can be found in Note 8 (H) of the financial statements.

Income Statement Highlights

Total investment income for the quarter ended September 30, 2026 was $15.7 million compared to $20.5 million in the previous year.

The Fund reported net earnings of $0.3 million for the quarter compared to net loss of $8.7 million last year. The basic weighted average earnings per unit for the quarter were nil, compared to a net loss of $0.03 last year.

For the quarter ended September 30, 2026, the Fund declared distributions of $17.2 million or $0.06 per unit, compared to $17.1 million or $0.06 per unit last year. The simple and compounded net returns to unitholders for the quarter ended September 30, 2026, were 0.02% and 0.02% respectively.

Net fair value adjustments for the quarter were $2.1 million, compared to $19.6 million in the prior year.

Management and other fees payable to the Fund Manager and other general and administrative expenses of the Fund were $6.5 million for the quarter ended September 30, 2026, compared to $5.5 million in the prior year.

Balance Sheet Highlights

Total assets as of September 30, 2026 were $2.5 billion, compared to $2.6 billion at December 31, 2025. In accordance with IFRS, mortgages that are provided to owned subsidiary companies holding foreclosed properties have been reclassified from mortgage investments to investment in subsidiaries. Total assets are comprised primarily of mortgages, investment in TIG Romspen US Master Mortgage LP, investment in subsidiaries and accrued interest receivable, recorded at fair market value. The Fund also held $88.1 million in cash at quarter-end.

Total liabilities excluding units submitted for redemption as of September 30, 2026 were $198.7 million compared to $177.0 million at December 31, 2025. Liabilities at the end of the quarter were comprised mainly of $146.3 million term credit facility. Borrowings

from the term credit facility, together with loan repayments, are used to fund additions to the Portfolio.

Net debt (term credit facility less unrestricted cash) was $60.6 million, representing 2.6% of the book value of investments, compared to $26.7 million (1.2%) at December 31, 2025.

Unitholders' equity plus units submitted for redemption as of September 30, 2026 totalled $2.3 billion, compared to $2.4 billion at December 31, 2025. There was a total of 286,076,959 units outstanding on September 30, 2026 compared to 285,315,861 on December 31, 2025. There are no options or other commitments to issue additional units.

Liquidity and Capital Resources

Pursuant to the trust indenture, 100% of the Fund's net taxable earnings are intended to be distributed to unitholders. This means that growth in the Portfolio can only be achieved by raising additional unitholder equity and utilizing available borrowing capacity. Pursuant to the Fund's investment policies, the Fund may borrow up to 35% of the book value of mortgages held by the Fund. As of September 30, 2026, borrowings totaled approximately 6% of the book value of investments held by the Fund, compared to 7% as of December 31, 2025.

During the nine months ended September 30, 2026, the Fund's proceeds of issuance of units, net of redemption of units, was $6.3 million, compared to $2.9 million same period in 2025. Redemption of units were nil (2025 – $7.1 million, all of which were for the Run-Off Pool).

Related Party Transactions

Romspen acts as the mortgage manager for the Partnership and administrator for the Fund. The trustees of the Fund are directors of Romspen. In return for its mortgage origination and capital raising services, Romspen receives a fee equal to 1% per annum, calculated daily and paid monthly, of the total of all mortgage investments plus the fair value of any non-mortgage investments.

Romspen also receives all lender, broker, origination, commitment, renewal, extension, discharge, participation, and other administrative fees charged to borrowers.

In addition, the Partnership has granted to Romspen the option to purchase any mortgage investment held by the Partnership for a purchase price equal to the principal amount of such mortgage plus any accrued interest.

From time to time, the Partnership may invest in mortgage loans made to borrowers who are related to Romspen or the trustees of the Fund. The Partnership may also invest in mortgages that are syndicated among Romspen, the Fund's trustees, or related parties. These related party transactions are further discussed in the notes to the accompanying financial statements.

Risk Management

The Fund is exposed to various risks related to its financial instruments in the normal course of business. The Fund Manager and trustees have put in place various procedures and safeguards to mitigate these risks in order to ensure the preservation of capital as well as the achievement of acceptable and consistent rates of return.

Outlook

Management echoes the points raised by the Trustees of the Fund in their quarterly letter, noting that both the Bank of Canada and the U.S. Federal Reserve raised interest rates for the first time in three years this quarter, driven by persistently high, Middle East-linked energy prices, and borrowing costs have risen accordingly. Transaction activity in most sectors in which the Fund is active is expected to moderate into the fourth quarter and early 2027 as buyers, sellers and real estate credit providers adjust to the new rate environment. Land, pre-development and horizontal development lending - a meaningful part of the Fund's portfolio - remains a particular point of stress amid tightening bank credit conditions and rising land development loan costs.

The Fund continues to have acceptable liquidity and expects to use its capital resources to meet ongoing commitments to real estate assets, make committed advances on staged construction and development loans, provide liquidity to unitholders when able, reduce term debt costs, and selectively originate a moderate number of high-quality new loans. Management expects to make continued progress during the next quarter in readying key assets, including the Woodbine Mall and Atmosphere properties, for eventual disposition.

Financial Statements

ROMSPEN MORTGAGE INVESTMENT FUND

Nine months ended September 30, 2026 (Unaudited)

Interim Unconsolidated Statement Of Financial Position (Unaudited)

September 30, 2026, with comparative information for 2025

(In thousands of dollars, except per unit amounts, unless otherwise noted)	September 30, 2026	December 31, 2025
Assets		
Cash	**$ 205**	$ 143
Investment in Romspen Mortgage Limited Partnership, at fair value through profit or loss (note 3)	**2,334,671**	2,388,297
Other assets	**73**	3
	$ 2,334,949	$ 2,388,443
Liabilities and Net Assets Attributable to Unitholders		
Liabilities:		
Accounts payable and accrued liabilities	**852**	818
Unitholders' distributions payable	**5,908**	5,783
	6,760	6,601
Net assets attributable to unitholders	**2,328,189**	2,381,842
	$ 2,334,949	$ 2,388,443
Net assets attributable to unitholders represented by:		
Fund unitholders (note 4)	**$ 2,205,984**	$ 2,210,603
Fund units submitted for redemption (note 4)	**570,957**	557,839
Run-Off Pool unitholders (note 4)	**92,827**	95,058
Cumulative earnings	**1,495,877**	1,504,362
Cumulative distributions	**(2,037,456)**	(1,986,020)
	$ 2,328,189	$ 2,381,842
Net asset value per Fund unit (note 5)	**$ 8.15**	$ 8.36
Net asset value per Run-Off Pool unit (note 5)	**$ 7.84**	$ 8.09

Commitments and contingent liabilities (note 9)

See accompanying notes to financial statements.

Approved by the Trustees:

"Wesley Roitman" Trustee

"Mark Hilson" Trustee

Interim Unconsolidated Statement Of Net Income And Comprehensive Income (Unaudited)

Nine months ended September 30, 2026, with comparative information for 2025

(In thousands of dollars, except per unit amounts, unless otherwise noted)	**3 months ended Sep 30, 2026**	3 months ended Sep 30, 2025	**9 months ended Sep 30, 2026**	9 months ended Sep 30, 2025
Income from investment in Romspen Mortgage Limited Partnership:				
Distributions from Romspen Mortgage Limited Partnership	**$ 17,267**	$ 16,396	**$ 51,497**	$ 47,799
Unrealized depreciation in net assets of Romspen Mortgage Limited Partnership (note 3)	**(14,665)**	(23,010)	**(53,626)**	(73,117)
Fund income:				
Other income	**3**	8	**33**	8
	2,605	(6,606)	**(2,096)**	(25,310)
Expenses:				
Management fees (note 8 (a))	**1,609**	1,577	**4,745**	4,882
Audit fees	**149**	212	**453**	713
Legal fees and other	**508**	282	**1,191**	889
	2,266	2,071	**6,389**	6,484
Net income (loss) and comprehensive income (loss)	**$ 339**	$ (8,677)	**$ (8,485)**	$ (31,794)
Net income (loss) and comprehensive income (loss) per Fund unit (note 5)	**$ 0.00**	$ (0.03)	**$ (0.03)**	$ (0.11)
Net loss and comprehensive loss per Run-Off Pool unit (note 5)	**(0.02)**	(0.04)	**(0.07)**	(0.21)
Weighted average number of Fund units issued and outstanding (note 5)	**274,163,729**	273,164,774	**273,933,817**	272,818,565
Weighted average number of Run-Off Pool units issued and outstanding (note 5)	**11,833,050**	12,036,359	**11,822,958**	12,477,823

See accompanying notes to financial statements.

Interim Unconsolidated Statement Of Changes In Net Assets Attributable To Unitholders (Unaudited)

Nine months ended September 30, 2026, with comparative information for 2025

(In thousands of dollars, except per unit amounts, unless otherwise noted)	**September 30, 2026**	September 30, 2025
Fund unit capital:		
Balance, beginning of year	**$ 2,210,603**	$ 2,189,799
Issuance of units (note 4)	**6,268**	9,998
Conversion to Run-Off Pool units (note 4 (d))	**(720)**	-
Net increase in units submitted for redemption	**(10,167)**	(28,829)
Balance, end of period	**$ 2,205,984**	$ 2,170,968
Fund units submitted for redemption, end of period	**$ 570,957**	$ 588,409
Run-Off Pool unit capital:		
Balance, beginning of year	**$ 95,058**	$ 115,731
Fair market value adjustment (note 4(i))	**(2,948)**	(4,739)
Redemption of Run-Off Pool units	**-**	(7,137)
Conversion from units (note 4 (d))	**717**	-
Balance, end of period	**$ 92,827**	$ 103,855
Cumulative earnings to all unitholders:		
Balance, beginning of year	**$ 1,504,362**	$ 1,664,022
Net loss and comprehensive loss	**(8,485)**	(31,794)
Balance, end of period	**$ 1,495,877**	$ 1,632,228
Cumulative distributions to all unitholders:		
Balance, beginning of year	**$ (1,986,020)**	$ (1,917,543)
Distributions to unitholders (note 6)[1]	**(51,436)**	(51,352)
Balance, end of period	**$ (2,037,456)**	$ (1,968,895)
Net assets attributable to unitholders	**$ 2,328,189**	$ 2,526,565
Units issued and outstanding:		
Fund units	**204,196,417**	206,891,562
Fund units submitted for redemption	**70,047,492**	66,366,921
Run-Off Pool units	**11,833,050**	12,036,359
Total units issued and outstanding	**286,076,959**	285,294,842

[1]Included in total distributions is amount for Run-Off Pool unitholders of $2,128 (2025 - $2,246).

See accompanying notes to financial statements.

Interim Unconsolidated Statement Of Cash Flows (Unaudited)

Nine months ended September 30, 2026, with comparative information for 2025

(In thousands of dollars)	**3 months ended Sep 30, 2026**	3 months ended Sep 30, 2025	**9 months ended Sep 30, 2026**	9 months ended Sep 30, 2025
Cash provided by (used in):				
Operations:				
Net income (loss) and comprehensive income (loss)	**$ 339**	$ (8,677)	**$ (8,485)**	$ (31,794)
Items not affecting cash:				
Change in net assets of Romspen Mortgage Limited Partnership (note 3)	**14,665**	23,010	**53,626**	73,117
Change in non-cash operating items:				
Other assets	**(72)**	(24)	**(70)**	(24)
Accounts payable and accrued liabilities	**102**	201	**34**	69
	15,034	14,510	**45,105**	41,368
Financing:				
Redemption of Run-Off Pool units (note 4)	**-**	(137)	**-**	(7,137)
Distribution to unitholders (note 6)	**(15,170)**	(14,378)	**(45,043)**	(41,320)
	(15,170)	(14,515)	**(45,043)**	(48,457)
Investments:				
Return of capital investment in the Partnership	**-**	137	**-**	7,137
	-	137	**-**	7,137
(Decrease) increase in cash	**(136)**	132	**62**	48
Cash, beginning of period	**341**	44	**143**	128
Cash, end of period	**$ 205**	$ 176	**$ 205**	$ 176

See accompanying notes to financial statements.

Romspen Mortgage Investment Fund (the "Fund") is an unincorporated closed-end investment trust established under the laws of the Province of Ontario, pursuant to a trust indenture dated as at May 20, 2005. The Fund is the sole limited partner in the Romspen Mortgage Limited Partnership (the "Partnership") and conducts its lending activities primarily through the Partnership. The Partnership's investments include mortgage investments, investment in subsidiaries and investment in TIG Romspen US Master Mortgage LP ("USMLP"). The objective of the Fund is to provide stable and secure cash distributions of income, while preserving net assets attributable to unitholders. The Fund's registered office is 162 Cumberland Street, Suite 300, Toronto, ON, M5R 3N5.

As of September 30, 2026, the Partnership indirectly owns 83.27% (December 31, 2025 – 81.23%) of USMLP. Romspen Investment Corporation ("Romspen") is the Fund's mortgage manager and acts as the primary loan originator, underwriter and syndicator for the Partnership.

The Fund commenced operations on January 16, 2006.

These financial statements and accompanying notes have been authorized for issue by the trustees of the Fund (the "Trustees") on November 9, 2026.

1. Basis of presentation

These financial statements have been prepared in accordance with IFRS Accounting Standards.

The financial statements are measured and presented in Canadian dollars ("CAD"); amounts are rounded to the nearest thousand, unless otherwise stated. The financial statements have been prepared on a historical cost basis, except for financial assets and financial liabilities at fair value through profit or loss ("FVTPL") which are presented at fair value.

The Fund accounts for its investment in the Partnership at FVTPL. The results of operations and the financial position of the Partnership is disclosed separately in supplemental information.

2. Material accounting policies

A) Use of estimates

In preparing these financial statements management has made judgments, estimates, and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Information about assumptions and estimation uncertainties at September 30, 2026 that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities is disclosed separately in supplemental information.

B) Judgment

Judgment has been made in determining the accounting for the Fund's investment in the Partnership. Although the Fund owns 99.99% of the Partnership, management has determined that the Fund has no control over the Partnership, as there is no strong linkage between the power that the Fund has over the Partnership and the Fund's variability in returns from the Partnership. The Fund accounts for its investment in the Partnership at fair value.

C) Net income and comprehensive income per unit

Net income (loss) and comprehensive income (loss) per unit are computed by dividing net income (loss) and comprehensive income (loss) for the period earned by unit types described in note 5 by the respective weighted average number of units issued and outstanding during the period.

D) Prepaid unit capital

Prepaid unit capital consists of subscription amounts received in advance of the unit issuance date.

E) Units

Under IAS 32, Financial Instruments - Presentation ("IAS 32"), puttable instruments, such as the units, are generally classified as financial liabilities unless the exemption criteria are met for equity classification. In 2021, the fund units met the exemption criteria under IAS 32 for equity classification.

In 2022, the Fund introduced Run-Off Pool units described in note 4(d), which results in the Fund not meeting the exemption criteria under IAS 32. Therefore, all classes of fund units are classified as financial liabilities and presented as net assets attributable to unitholders. This presentation does not alter the underlying

economic interest of the unitholders in the net assets and net operating results attributable to unitholders.

F) Financial assets and financial liabilities

Financial assets and financial liabilities at FVTPL are initially measured at fair value, with transaction costs recognized in profit or loss. Financial assets and financial liabilities not at FVTPL are initially measured at fair value plus transaction costs that are directly attributable to their acquisition or issue. Other financial assets and financial liabilities are recognized on the date on which they are originated.

Financial assets are derecognized when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership are transferred or in which the Partnership neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. A liability is derecognized when its contractual obligations are discharged, cancelled, or expired.

Financial assets and liabilities	Classification
Cash	Amortized cost
Investment in Romspen Mortgage Limited Partnership	FVTPL
Accounts payable and accrued liabilities	Amortized cost
Unitholders' distributions payable	Amortized cost
Other assets	Amortized cost

3. Fund's investment in Partnership at FVTPL

The Fund owns 99.99% of the Partnership's non-voting units and accounts for its investment in the Partnership at fair value. The Partnership is not consolidated by the Fund.

Schedule of the Fund's investment in the Partnership:

	September 30, 2026	September 30, 2025
Investment balance, beginning of year	**$ 2,388,297**	$ 2,612,963
Return of capital investment in the Partnership	**-**	(7,137)
Change in net assets of the Partnership	**(53,626)**	(73,117)
Investment balance, end of period	**$ 2,334,671**	$ 2,532,709

Supplemental information regarding Partnership at FVTPL:

The Partnership's non-consolidated statements of financial position, non-consolidated statement of comprehensive (loss) income and non-consolidated statement of cash flows prepared on a fair value basis are provided below:

Non-consolidated statement of financial position on a fair value basis:

	September 30, 2026	December 31, 2025
Assets		
Cash and cash equivalents (note 3 (a)(x))	**$ 87,927**	$ 131,741
Accrued interest receivable (note 3 (a)(v))	**105,443**	87,005
Mortgage investments (note 3 (b))	**1,250,664**	1,276,160
Investment in subsidiaries (note 3 (c))	**403,140**	386,010
Investment in USMLP (note 3 (d))	**652,371**	650,694
Other assets	**27,052**	21,614
Restricted cash (note 3 (a)(xi))	**-**	5,519
	$ 2,526,597	$ 2,558,743
Liabilities and Unitholders' Capital		
Liabilities:		
Term Credit Facility (note 3 (f))	**146,325**	155,037
Accounts payable and accrued liabilities	**4,966**	4,847
Foreign exchange forward contracts (note 3(g))	**40,635**	10,562
	191,926	170,446
Fair value of net assets attributable to unitholders of the Partnership	**2,334,671**	2,388,297
	$ 2,526,597	$ 2,558,743

Non-consolidated statement of comprehensive income on a fair value basis:

	9 months ended September 30, 2026	9 months ended September 30, 2025
Investment income		
Mortgage interest and income from subsidiaries	**$ 21,933**	$ 41,066
Income from Investment in USMLP (note 3(d))	**20,184**	23,709
Interest income from loan to USMLP (note 3(d))	**6,163**	4,415
Other	**3,125**	7,072
	51,405	76,262
Expenses		
Management fees paid to Romspen (note 8(b))	**9,633**	9,913
Financing costs	**16,124**	20,653
Net fair value adjustment on accrued interest receivable, mortgage investments and investment in subsidiaries (note 3(a)(VII))	**33,589**	34,461
Other losses	**377**	1,112
Legal fees and other	**1,480**	840
	61,203	66,979
Foreign exchange gain (loss) (note 3(g))	**7,669**	(34,601)
Comprehensive loss	**$ (2,129)**	$ (25,318)

The net fair value adjustment of $33,589 (2025 – $34,461) comprises realized losses of $18,537 (2025 – $5,182) and a net change in unrealized fair value adjustments of $15,052 (2025 – $29,279). Realized losses and changes in unrealized fair value adjustments were previously presented separately. They are now presented together, as realized losses generally arise on the resolution of loans for which fair value provisions were previously recorded, and the combined amount better reflects the net impact on the Partnership's investments. Comparative information has been reclassified to conform with the current period presentation, with no impact on the fair value of net assets attributable to unitholders of the Partnership, comprehensive income or cash flows.

a) Basis of presentation and measurement for the Partnership

I) Mortgage investments

All mortgages have been accounted for at FVTPL. Change in the fair value of mortgage investments is reflected in the Partnership's non-consolidated statement of comprehensive income.

In determining fair value of individual mortgages, management considers the length of time the mortgage has been in arrears, the overall financial strength of the borrower and the residual value of the security pledged. Any unrealized changes in the fair value of mortgage investments are recorded in the Partnership's non-consolidated statement of comprehensive income within the net fair value adjustment (note 3(a)(VII)).

II) Investment in subsidiaries

Entities are formed by the Partnership to obtain legal title of the foreclosed underlying security of defaulted mortgage investments. The assets, liabilities, revenues and expenses of these entities are not reflected in the non-consolidated financial statements of the Partnership, but rather the Partnership chooses to account for such investment in subsidiaries at fair value. Upon foreclosure, the carrying value of the mortgage investment, which comprises principal, accrued interest, enforcement costs and a fair value provision that reflects the fair value of the underlying mortgage security, is derecognized from mortgage investments and an investment in subsidiary is recognized at fair value. At each reporting date, the Partnership uses management's best estimates to determine fair value of the subsidiaries (note 3(c)).

III) Investment in USMLP

The Partnership indirectly owns 83.27% of USMLP as at September 30, 2026 (December 31, 2025 – 81.23%) through Romspen Liberty LP ("Liberty LP"). The Partnership does not consolidate USMLP or Liberty LP and accounts for its investment in USMLP at FVTPL.

The fair value of the Partnership's investment in USMLP is the amount of net assets attributable to the unitholders of USMLP.

IV) Interest income

Interest income, funding and participation fees are recognized separately from the fair value changes. Income is not recognized for interest deemed to be uncollectible.

V) Accrued interest receivable:

Included in accrued interest receivable is a fair value provision of $199,882 (December 31, 2025 – $230,860) representing accrued interest that is not expected to be collectible.

VI) Use of estimates

The mortgage investments are recorded in the Partnership's non-consolidated statement of financial position at fair value. The estimates may include: assumptions regarding local real estate market conditions; interest rates and the availability of credit; cost and terms of financing; the impact of present or future legislation or regulation; prior encumbrances and other factors affecting the mortgage and underlying security of the mortgage investments. Actual results may differ from those estimates.

These assumptions are limited by the availability of reliable comparable data, economic uncertainty, ongoing geopolitical concerns and the uncertainty of predictions concerning future events. Credit markets, equity markets and consumer spending are factors in the uncertainty inherent in such estimates and assumptions. Accordingly, by their nature, estimates of fair value are subjective and do not necessarily result in precise determinations. Should the underlying assumptions change, the estimated fair value could change by a material amount.

VII) Net fair value adjustment on financial instruments

The Partnership classifies mortgage investments, accrued interest receivable and investment in subsidiaries as financial instruments measured at fair value through profit or loss. The net fair value adjustment on these instruments comprises realized gains and losses and changes in unrealized fair value adjustments, and is presented as a single line in the Partnership's non-consolidated statement of comprehensive income. Realized gains and losses are recognized when the instruments are derecognized, which generally occurs upon settlement, repayment, sale or other disposition, or when amounts are determined to be uncollectible and written off. The realized gain or loss is calculated as the difference between the proceeds received and the carrying amount of the instrument at the date of derecognition, and includes any principal, accrued interest and other amounts recoverable under the mortgage that are not collected. Changes in fair value prior to derecognition are recognized as unrealized gains or losses in the period in which they arise. Where the Partnership obtains control of the underlying security through an enforcement or foreclosure process, the carrying value of the mortgage investment may be reclassified to an investment in a subsidiary or a related party mortgage investment. Such a reclassification does not, in and of itself, constitute a derecognition event and therefore does not result in the recognition of a realized gain or loss. These financial instruments are categorized within Level 3 of the fair value hierarchy, as their valuation incorporates significant unobservable inputs, including market conditions, property values and liquidity assumptions.

VIII) Foreign currency translation

Foreign exchange gains and losses on the receipts of payments on mortgage investments and all unrealized foreign exchange gains and losses on each item within the non-consolidated statement of financial position are included in foreign exchange gain/loss on the Partnership's non-consolidated statement of comprehensive income.

IX) Financial assets and financial liabilities

The Partnership's designations are as follows:

A) Mortgage investments and accrued interest receivable are designated as FVTPL and categorized into Level 3 of the fair value hierarchy.

B) Investment in subsidiaries and USMLP are designated as FVTPL and categorized into Level 3 of the fair value hierarchy.

C) Other assets, revolving loan facility, accounts payable and accrued liabilities, prepaid unit capital, unitholders' distributions payable and units submitted for redemption are measured at amortized cost, which approximates fair value.

Financial assets classified as FVTPL are carried at fair value on the non-consolidated statement of financial position. The net realized and unrealized gains and losses from fair value changes and foreign exchange differences are recorded in the Partnership's non-consolidated statement of comprehensive income.

X) Cash and cash equivalents

Cash consists of cash on hand and unrestricted cash. Cash equivalents consist of highly liquid marketable investments with an original term to maturity of 90 days or less from the date of acquisitions. As at September 30, 2026 and December 31, 2025, the Partnership held no cash equivalents.

XI) Restricted cash

Restricted cash is held as collateral for letters of credit. As at September 30, 2026, the Partnership had no restricted cash (December 31, 2025 – $5,519).

b) Mortgage investments (excluding investment in subsidiaries)

The following is a summary of the mortgage investments:

		September 30, 2026		December 31, 2025
	Number of mortgages	Original cost	Fair Value	Fair Value
First mortgages	40	$ 1,367,245	$ 1,165,310	$ 1,193,942
Second mortgages	2	117,493	85,354	82,218
		$ 1,484,738	$ 1,250,664	$ 1,276,160

*40 first mortgages and 3 second mortgages as at December 31, 2025.

A reconciliation of the mortgage investments is as follows:

	September 30, 2026	September 30, 2025
Investments balance, beginning of year	$ 1,276,160	$ 1,398,249
Funding of mortgage investments	173,231	182,713
Discharge of mortgage investments[i]	(181,483)	(290,121)
Net unrealized loss in the value of investments	(36,643)	(10,677)
Realized (loss) gain on investments	(1,220)	439
Foreign currency adjustment on investments	20,619	(26,881)
Investments balance, end of period	$ 1,250,664	$ 1,253,722

[i] Includes receipt of interest previously capitalized of $1,158, equivalent of net discharge of $851 USD.

Credit risk arises from the possibility that mortgagors may be unable to fulfill their obligations. In accordance with the Partnership's policies, the Partnership mitigates this risk by ensuring that its mix of mortgages is diversified and by limited exposure to any one mortgagor or property.

As part of the assessment of fair value, management of the Fund routinely reviews each mortgage for impairment to determine whether or not a mortgage should be recorded at its estimated realizable value.

The mortgage investments portfolio bears interest at a weighted average rate of 9.81% (December 31, 2025 – 9.44%).

Principal repayments based on contractual maturity dates are as follows:

Overhold	$ 984,837
2026	221,534
2027	256,938
2028 and thereafter	21,429
	$ 1,484,738

Included in the overhold category are loans which are past due (considered in default) or on a month-to-month arrangement. Borrowers have the option to repay principal at any time prior to the maturity date. Included in overhold category is $587,712 (December 31, 2025 – $214,785) on mortgage investments with entities that are owned by a subsidiary of Romspen.

c) Investment in subsidiaries

	September 30, 2026	December 31, 2025
Investment in subsidiaries at cost	$ 473,126	$ 446,608
Fair value provision	(69,986)	(60,598)
	$ 403,140	$ 386,010

The Partnership's investment in subsidiaries is measured at fair value using Level 3 unobservable inputs. As a result, the investment in subsidiaries has been classified in Level 3 of the valuation hierarchy.

A reconciliation of investment in subsidiaries is as follows:

	September 30, 2026	September 30, 2025
Investment balance, beginning of year	$ 386,010	$ 436,359
Funding in investments	38,682	20,078
Sale of investments	(12,164)	(18,979)
Net unrealized loss in the fair value of investments	(9,388)	(13,374)
Realized loss on investments	-	(5,621)
Foreign currency adjustment on investments	-	(9,524)
Investment balance, end of period	$ 403,140	$ 408,939

The fair value of the Partnership's investment in subsidiaries is generally determined using a variety of methodologies, including comparable market property values, market research data, third-party and in-house appraisals, and discounted cash flow analysis, which would include inputs related to discount rates, capitalization rates, future cashflows and liquidity assumptions.

d) The Partnership's Investment in USMLP at FVTPL

USMLP was formed on December 22, 2017 to conduct lending activities in the United States with the sole objective to provide stable and secure cash distributions of income, while preserving partners' equity. USMLP is managed by Romspen Investment LP, a wholly-owned subsidiary of Romspen.

As at September 30, 2026, the Partnership indirectly owns 83.27% (December 31, 2025 – 81.23%) of USMLP, through Liberty LP.

Schedule of investment in USMLP:

	September 30, 2026	September 30, 2025
Investment balance, beginning of year	$ 650,694	$ 688,135
Loan to USMLP	(19,679)	(49,950)
Partnership's share in USMLP net income	20,184	23,709
Dividend received from USMLP	(22,131)	(27,726)
Foreign currency adjustment on investment	23,303	(23,283)
Investment balance, end of period	**$ 652,371**	$ 610,885

USMLP is not consolidated by the Partnership and its non-consolidated statements of financial position and results of operations at 100% are provided as follows:

Non-consolidated statement of financial position:

	September 30, 2026	December 31, 2025
Assets		
Cash and restricted cash	$ 3,887	$ 7,975
Accrued interest	64,827	51,564
Mortgage investments, at fair value	501,409	556,217
Real estate owned, at fair value	204,623	175,094
Other assets	11,533	8,390
	$ 786,279	$ 799,240
Liabilities and Unitholders' Capital		
Liabilities:		
Mortgage investment syndication	$ 15,513	$ 14,959
Accounts payable and accrued liabilities	3,131	5,288
Due to the Partnership	78,603	95,450
Distributions Payable	2,081	4,464
Redemption Payable	36,171	46,024
	135,499	166,185
Fair value of net assets attributable to unitholders of USMLP	650,780	633,055
	$ 786,279	$ 799,240

Non-consolidated statement of comprehensive income:

	Nine months ended September 30, 2026	Nine months ended September 30, 2025
Investment Income:		
Mortgage interest	$ 35,791	$ 40,418
Other	693	295
	36,484	40,713
Expenses:		
Service fees (note 8(c))	5,312	5,451
Interest	6,168	4,418
Accounting and legal fees	509	361
Other	572	527
	12,561	10,757
	$ 23,923	$ 29,956
Realized loss from investments	-	(7,427)
Unrealized gain from investments	553	7,331
Net investment income	$ 24,476	$ 29,860

The Partnership provides funding to assist in USMLP's ability to fund loans. These loans bear an interest rate of US prime plus 1.25%. As of September 30, 2026, a balance of $78,603 (December 31, 2025 – $95,450), equivalent of $55,230 USD (December 31, 2025 – $69,550), is outstanding and included in the investment balance. During the nine months ended September 30, 2026, the Partnership recognized $6,168, equivalent of $4,459 USD (2025 – $4,418, equivalent of $3,155 USD) towards interest income from these temporary loans.

The Partnership has issued a Letter of Financial Support for USMLP to not demand payment of the indebtedness owing to the Partnership and expressed its willingness to continue its financial support of USMLP so as to maintain USMLP's existence as a going concern for a period of 12 months from the date of USMLP's audited financial statements issuance date of April 10, 2026.

- Fair value of mortgage investments:

  The fair value of the mortgage investments portfolio is the amount of consideration that would be agreed upon in an arm's-length transaction between knowledgeable, willing parties under no compulsion to act. As there is no quoted price in an active market for these mortgages, Romspen makes its determination of fair value based on the assessment of the current lending market for investments of same or similar terms. Typically, the fair value of mortgages approximates their carrying values given the mortgage and loan investments consist of short-term loans that are repayable at the option of the

borrower without yield maintenance or penalties. When collection of the principal amount of a mortgage or loan is no longer reasonably assured, the fair value of the investment is adjusted to the fair value of the underlying security.

The fair value of the Partnership's total investments is as follows:

	September 30, 2026	December 31, 2025
Mortgage investments, at cost	**$ 1,484,738**	$ 1,473,592
Investment in subsidiaries, at cost	**473,126**	446,608
Accrued interest receivable, at cost	**305,325**	317,865
Investment in USMLP	**652,371**	650,694
Fair value provision	**(503,942)**	(488,890)
	$ 2,411,618	$ 2,399,869
Mortgage investments	**$ 1,250,664**	$ 1,276,160
Investment in subsidiaries	**403,140**	386,010
Accrued interest receivable	**105,443**	87,005
Investment in USMLP	**652,371**	650,694
	$ 2,411,618	$ 2,399,869

The fair values of cash and cash receivables, accrued interest receivable, term credit facility and accounts payable and accrued liabilities approximate their carrying values due to their short-term maturities. The fair value of the revolving loan facility approximates its carrying values due to variable interest rate arrangements.

Romspen regularly reviews significant unobservable inputs and valuation adjustments and will use market observable data when available. When third party appraisals are used to measure fair values of its investment in subsidiaries, the Partnership will assess the assumptions used to support the fair value in these appraisals.

e) Revolving loan facility

The Partnership obtained a revolving loan facility ("Facility") on July 16, 2012. On April 11, 2025, the Partnership amended and restated the credit agreement for its existing revolving loan facility ("Amended Facility") to a maximum amount of $102,000, on December 31, 2025, the maximum amount was reduced to $67,000, including borrowing of an equivalent amount denominated in USD. The maximum amount is subject to an additional drawing threshold based on a borrowing base calculation using eligible mortgage investments determined by the amended loan facility agreement. The Amended Facility is repayable on April 11, 2027. The credit agreement for the Amended Facility contains certain restrictions on the uses of funds drawn down from the Amended Facility. As at September 30, 2026, the outstanding amount was nil (December 31, 2025 – nil).

The interest rates are either the Prime interest rate plus 1.75% per annum (2025 – Prime interest rate plus 1.75% per annum) or the CORRA plus 2.75% per annum, or the U.S. Base Rate (as defined in the credit agreement) plus 1.75% per annum (2025 – U.S. Base Rate plus 1.75%) or the Secured Overnight Financing Rate plus 2.75% (2025 – Secured Overnight Financing rate plus 2.75%) per annum. The Facility also imposes a Letter of Credit Fee rate of 2.75% (2025 – 2.75%) per annum and a Standby Fee Rate of 0.6875% (2025 – 0.6875%) per annum on the unutilized portion of the credit limit.

The minimum and maximum amounts drawn under the Facility for the nine months ended September 30, 2026 were nil and nil, respectively (2025 – nil and nil). The loan is secured by all assets of the Partnership and a pledge of all Partnership units held by the Fund. The Facility matures on April 11, 2027.

As at September 30, 2026, there were $16,851 (December 31, 2025 – $12,171) in letters of credit issued against the revolving loan facility.

The costs associated with the renewal of the Facility are $1,202 (December 31, 2025 – $1,092) and are being amortized over a two-year term. Included in other assets is the unamortized portion of the costs of $392 (December 31, 2025 – $756).

Under the terms of the Partnership's Facility, cash distributions are restricted to amounts not exceeding cash generated from operating activities for the applicable fiscal year.

On December 31, 2025, the lender granted a covenant waiver permitting the Partnership's cash distributions to exceed cash generated from operating activities by up to $33,000 for the year ending December 31, 2025.

The Partnership was in compliance with the covenants as of September 30, 2026 and December 31, 2025.

f) Term credit facility

On May 16, 2024, the Partnership obtained a $225,000 term credit facility ("Term Credit Facility"), comprising Tranche A Term Facility ("Tranche A") with a principal amount of $50,000 and Tranche B Term Facility ("Tranche B") with a principal amount of $175,000. The interest rates are bank prime rate (with a floor of 6.0%) ("Prime Rate") plus 4.60% per annum and Prime Rate plus 4.75% per annum for Tranche A and Tranche B, respectively. Tranche A was repayable on May 16, 2025 and was repaid on that date. Tranche B can be repaid in full without penalty on or after November 16, 2026. Tranche B is repayable in full on May 16, 2028. The credit agreement for the Term Credit Facility contains certain restrictions on the uses of funds drawn down from the facility.

The Term Credit Facility is secured by, among other things, all assets of the Partnership and a pledge of all Partnership units held by the Fund.

The costs associated with the Term Credit Facility are $5,958 (December 31, 2025 – $9,569) and are being amortized over a four-year term. Recorded against the Term Credit Facility is the unamortized portion of the costs of $2,425 (December 31, 2025 – $3,556) for Tranche B.

Under the terms of the Partnership's Term Credit Facility, cash distributions are restricted to amounts not exceeding cash generated from operating activities for the applicable fiscal year.

On December 31, 2025, the lender granted a covenant waiver permitting the Partnership's cash distributions to exceed cash generated from operating activities by up to $33,000 for the year ending December 31, 2025.

The Partnership was in compliance with the covenants as of September 30, 2026 and December 31, 2025.

g) Foreign exchange forward contracts

The foreign exchange forward contracts are used to economically hedge the Fund's exposure to loans denominated in USD and are classified at FVTPL. The following table sets out the fair values and the notional amount of foreign exchange forward contract derivative assets and liabilities held by the Partnership as at September 30, 2026 and December 31, 2025.

Foreign exchange loss on forward contracts as at September 30, 2026 and December 31, 2025:

	Currency received to be delivered in USD (CAD)	Fair value at foreign exchange	Unrealized Loss
2026	**$ 1,024,772**	**$ 1,065,407**	**$ (40,635)**
2025	$ 1,016,816	$ 1,027,378	$ (10,562)

The Partnership's foreign exchange gain (loss) in the non-consolidated statement of comprehensive income includes an unrealized foreign exchange gain of $16,064 (2025 – loss of $15,757) and a realized foreign exchange loss of $8,395 (2025 – loss of $18,844).

The unrealized foreign exchange losses on forward contracts are included in the Partnership's unrealized foreign exchange gain.

The realized foreign exchange losses include realized foreign exchange losses of $13,253 (2025 – $26,733) on forward contracts.

h) Commitments and contingent liabilities

(i) The Partnership has granted an irrevocable option to Romspen to purchase, at any time, any or all Partnership mortgages at a purchase price equal to the principal amount of such mortgage plus accrued interest.

(ii) In certain situations, subsidiaries utilize financing from external sources. In such cases the Partnership will extend guarantees to the subsidiaries as support for these debts. As of September 30, 2026, there were $54,545 of guarantees outstanding (December 31, 2025 – $54,704).

(iii) The Partnership has letters of credit and guarantees outstanding at September 30, 2026 of $16,851 (December 31, 2025 – $17,690).

(iv) As of September 30, 2026, the Partnership has provided a guarantee to a third party lender holding a priority position on one of its related party mortgage investments, under which the Partnership may be required to cover potential losses, if any, up to a maximum amount of $89,377, equivalent to USD $62,800 (December 31, 2025 – $86,187, equivalent to USD $62,800). In determining fair value, this arrangement is considered as part of the overall assessment of the related mortgage investment, which includes a fair value provision of $32,139, equivalent to USD $22,582, as at September 30, 2026 (December 31, 2025 – $30,992, equivalent to USD $22,582).

i) Fair values of financial instruments

The Partnership's mortgage investments and investment in subsidiaries are classified as Level 3 and investment in USMLP is classified as Level 3 of the hierarchy.

j) Financial instrument risk management

Credit risk:

Credit risk arises from mortgage investments held, from investment in subsidiaries, from investment in USMLP and also from foreign exchange forward contracts. The Partnership's primary activity is investing in mortgages and, therefore, its assets are exposed to credit risk. Any instability in the real estate sector and adverse change in economic conditions in Canada and the US may impair the ability of the borrowers to make payments and result in defaults, and decline in the fair value of its mortgage investments. The Partnership's return to unitholders would be adversely impacted if borrowers are unable to make contractual payments when due. Romspen manages credit risk by adhering to the investment and operating policies set out in its Offering Memorandum. This includes the following policies:

- **i)** no more than 20% of the Fund's capital may be invested in subordinate mortgages; and
- **ii)** no more than 10% of the Fund's capital may be invested in any single mortgage or to any single borrower.

The Partnership focuses its investments in the commercial mortgage market segments described in its Offering Memorandum, which includes development mortgages, construction mortgages, term financing mortgages and residential mortgages.

These mortgages generally have the following characteristics:

- **i)** initial terms of 12 to 24 months;
- **ii)** loan to value ratios of approximately 65% at time of underwriting;
- **iii)** significant at-risk capital and/or additional collateral of property owner; and
- **iv)** full recourse to property owners supported by personal guarantees.

The Fund's management meet regularly to review and approve each mortgage investment and to review the overall portfolio to ensure it is adequately diversified.

As at September 30, 2026, there is a mortgage investment issued to a single borrower ("Borrower 1") for $141,195 (December 31, 2025 – $135,195) in principal and $35,328 (December 31, 2025 – $35,328) in accrued interest, for a combined indebtedness of $176,523 (December 31, 2025 – $170,523) at cost. The total mortgage investments and accrued interest with the Borrower 1 is recorded at a fair value of $160,790 (December 31, 2025 – $154,675). Total principal outstanding accounts for 6.1% (December 31, 2025 – 5.6%) of the Partnership's capital. The principal and interest receivable at cost accounts for 13.0% (December 31, 2025 – 12.5%) of the Partnership's combined mortgage investment and accrued interest receivable balance at fair value (excluding investment in subsidiaries and investment in USMLP).

Romspen manages counterparty credit risk on foreign exchange forward contracts by dealing with counterparties with high credit ratings.

Liquidity risk:

Liquidity risk is the risk that the Fund or the Partnership will not have sufficient cash to meet its obligations as they become due.

The Partnership mitigates this risk by monitoring its scheduled mortgage repayments and ensuring that sufficient funds are available in the near term to satisfy all of its obligations. The Partnership's obligations are primarily those which arise under the revolving loan facility, the Mortgage Management Agreement and its Declaration of Trust. In the current economic climate and capital markets, the lenders may continue to tighten their lending standards, which could make it challenging for the Partnership to obtain financing on favourable terms, or to obtain financing at all.

In the current economic climate and credit market conditions, there are no assurances that the revolving loan facility (note 3(e)) and Term Credit Facility (note 3(f)) will be renewed or that it could be replaced with another lender or lenders if not renewed. The Partnership's mortgages are predominantly short-term in nature, and as such, the continual repayment by borrowers of existing mortgage investments creates liquidity for ongoing mortgage investments and funding commitments. In the current economic

environment, a large portion of the Partnership's mortgage investments is in overhold note 3(b), which results in an increased liquidity risk for the Partnership.

If the Partnership is unable to continue to have access to its revolving loan facility and Term Credit Facility, the size of the Partnership's investment portfolio will decrease and the income historically generated through holding a larger portfolio by utilizing leverage will not be earned.

There are limitations in the availability of funds under the revolving loan facility (note 3(e)) and Term Credit Facility (note 3(f)).

The Partnership is not obliged to invest in any mortgages originated by Romspen and, therefore, has no future funding obligations in respect of the Romspen's mortgage commitments. The Fund is obliged to pay management fees to Romspen, which are funded out of interest income earned from the Partnership.

Market risk:

Market risk is the risk that changes in market prices - such as interest rates, foreign exchange rates, equity prices and credit spreads - will affect income or fair value of financial instruments.

Market risk arises on the fair value of the collateral securing any of the Partnership's mortgage investments. Romspen monitors real estate market conditions in the regions in which it operates. Real estate market trends are monitored on an ongoing basis and Romspen's lending practices and policies are adjusted when necessary.

I) Interest rate risk: Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Partnership manages this risk by investing primarily in short-term mortgages. The Partnership's investment objective is to obtain an acceptable and consistent absolute rate of return that is not related to any market-based interest rate benchmark.

As a result, the credit characteristics of the mortgages will evolve such that in periods of higher market interest rates, the mortgages will be those with narrower credit spreads, and vice versa in periods of lower market interest rates compared to other benchmark interest rates.

The majority of the Partnership's investments are in fixed rate, short-term mortgages. The Partnership generally holds all of its mortgages to maturity. There is no secondary market for the Partnership's mortgages and in syndication transactions; these mortgages are generally traded at face value without regard to changes in market interest rates.

The Partnership's debt under the revolving loan facility and the term credit facility bears interest at the interest rates indicated in note 3(e) and note 3(f).

As at September 30, 2026, if interest rates on the revolving loan facility had been 100 basis points lower or higher, with all other variables held constant, net earnings for the year would be affected with a total increase or decrease of nil (December 31, 2025 – nil). Similarly, it would be nil (December 31, 2025 – nil) for term credit facility. Romspen monitors the financial markets and can adjust the pricing of renewals and new loans when it deems it appropriate.

II) Currency risk: Currency risk is the risk that the fair value or future cash flows of the Partnership's portfolio will fluctuate based on changes in foreign currency exchange rates. Approximately $1,258,387 (December 31, 2025 – $1,309,885), or 49% (December 31, 2025 – 52%) of the total Partnership's investments in mortgages, subsidiaries and in the USMLP at September 30, 2026, are denominated in USD and secured primarily by charges on real estate located in United States; consequently, the Fund is subject to currency fluctuations that may impact its financial position and results. Romspen reduces currency risk on mortgages by having the Partnership enter into foreign exchange forward contracts and by including mortgage contract terms whereby the borrower is responsible for foreign exchange losses.

Capital risk management:

The Partnership may borrow up to 35% of the carrying value of its mortgages. The primary purpose of the borrowing strategy is to ensure that the Fund's unitholders' capital is fully invested. The secondary purpose is to obtain a spread between the interest rates payable under its mortgage investments and its borrowings. As of September 30, 2026, the Partnership's borrowings totalled 6% (December 31, 2025 – 7%) of the carrying value of its total investments.

4. Net assets attributable to unitholders

i) The following table represents total units (Fund units and Run-Off Pool units) that are issued and outstanding:

	September 30, 2026		September 30, 2025	
	Units	**Amount**	Units	Amount
Balance, beginning of year	**285,315,861**	**$ 2,863,500**	285,003,255	$ 2,860,371
New fund units issued under distribution reinvestment plan [i]	**761,098**	**6,268**	1,105,006	9,998
Units redeemed	**-**	**-**	(813,419)	(7,137)
Net issuance of Fund units	**761,098**	**6,268**	291,587	2,861
Balance, end of period	**286,076,959**	**$ 2,869,768**	285,294,842	$ 2,863,232

(i) Includes 2,429 Run-Off Pool units reinstated on February 1, 2026, as described in note 4(d).

Total units of 286,076,959 include 70,047,492 Fund units submitted for redemption and 11,833,050 Run-Off Pool units as reconciled below:

	September 30, 2026		September 30, 2025	
	Units	**Amount**	Units	Amount
Balance, beginning of year	**66,735,149**	**$ 557,839**	60,619,444	$ 554,841
Transfer to Run-Off Pool units	**(86,442)**	**(720)**	-	-
Decrease in fair value allocated to units submitted for redemption	**-**	**(13,881)**	-	(17,389)
Net change in requests submitted for redemption	**3,398,785**	**27,719**	5,747,477	50,957
Balance in units submitted for redemption, end of period	**70,047,492**	**570,957**	66,366,921	588,409

	September 30, 2026		September 30, 2025	
	Units	**Amount**	Units	Amount
Balance in Run-Off Pool units, beginning of year	**11,744,179**	**95,058**	12,834,502	115,731
Conversion from units [i]	**88,871**	**717**	-	-
Units redeemed for Run-Off Pool	**-**	**-**	(798,143)	(7,137)
Decrease in fair value allocated to Run-Off Pool	**-**	**(2,948)**	-	(4,739)
Balance in Run-Off Pool units, end of period	**11,833,050**	**92,827**	12,036,359	103,855

(i) Comprises 86,442 Fund units exchanged for Run-Off Pool units ($696) and 2,429 Run-Off Pool units reinstated ($21) on February 1, 2026, as described in note 4(d).

During the normal course of business, the Fund receives unit issuance and redemption requests from the unitholders. For the period ended September 30, 2026, the Fund received requests for redemption of 3,398,785 units (2025 – 5,747,477) and redeemed nil Run-Off Pool units (2025 – 798,143) in accordance with its policies.

The Fund continues to be open to issue new units and receive redemption requests, which will be processed in accordance with the policies mentioned below.

ii) Distribution reinvestment plan and direct unit purchase plan

The Fund has a distribution reinvestment plan and direct unit purchase plan for its unitholders, which allows participants to reinvest their monthly cash distributions in additional units at a unit price equivalent to the net asset value ("NAV") per unit.

The beneficial interests in the Fund are represented by the Fund's regular class of units, which are unlimited in number ("Fund units"), and Run-Off Pool units described in note 4(d). Each Fund unit carries a single vote at any meeting of unitholders and carries the right to participate pro-rata in any distributions. Unitholders have a limited right to redeem their units, on a monthly basis, upon a minimum of 30 days' notice. Partial or complete redemption of units is limited on a monthly basis to 1% of the aggregate fair market value of units outstanding on the valuation date immediately preceding the said redemption date. Redemption notices on any given redemption date shall maintain their order of priority until the unit redemption price for such units has been paid in full.

The Trustees have the right in their absolute and unfettered discretion to extend the time for payment of the unitholder redemption price for tendered units if such payment would be materially prejudicial to the interests of the remaining unitholders in the Fund. On November 8, 2022, the Trustees exercised this discretion and extended the payment of unit redemption prices. On

September 30, 2026, the payment of unit redemption prices remains extended.

In the extraordinary circumstance where the number of units properly tendered for redemption ("Tendered Units") by unitholders ("Tendering Unitholders") on any given redemption date exceeds 3% of the total number of units outstanding on such redemption date, the Trustees are entitled in their sole discretion to modify or suspend unitholder redemption rights. Specifically, if the extraordinary circumstance referenced above occurs, the Trustees are entitled, in their sole discretion, to implement one of the following measures:

A) Discounted redemption

The Trustees shall give notice to Tendering Unitholders that their Tendered Units shall be redeemed on the next redemption date at a redemption price discounted by a discount factor to be determined by the Trustees in their sole discretion, acting reasonably. In determining the discount factor, the Trustees may consider such factors as market prices for similar investments that are traded on a stock exchange in Canada, the variation inherent in any estimates used in the calculation of the fair market value of the Tendered Units to be redeemed, the liquidity reasonably available to the Fund and general economic conditions in Canada. Unitholders may choose to retract their redemption request upon receiving notice from the Trustees of a discounted redemption; however, unitholders who retract will be prohibited from redeeming the Tendered Units to which their retraction applies for a period of up to 12 months following the date the discounted redemptions are processed.

B) Temporary suspension of redemptions

The Trustees shall give notice to all unitholders that normal course redemption rights are suspended for a period of up to six months. Issuance of a suspension notice by Trustees will have the effect of cancelling all pending redemption requests. At the end of the suspension period, the Trustees may call a special meeting of unitholders to approve an extension of the suspension period, failing which normal course redemptions will resume.

C) Units submitted for redemption

As of September 30, 2026, unitholders representing approximately 70,047,492 (December 31, 2025 – 66,735,149) units have requested redemptions of their units, the redemption of which is subject to the above restrictions. These units, however, continue to have the same rights and no priority over the remaining units. Units submitted for redemption are redeemed at NAV.

On September 30, 2026, the unit redemptions remain suspended.

D) Run-Off Pool redemption

On September 26, 2022, the Trustees, pursuant to Section 5.25(h)(ii) of the Fund's declaration of trust, elected to redeem units tendered for redemption by way of an in-kind distribution of a special class of units ("Run-Off Pool Units"), and provided notice to Tendering Unitholders that all or some of their Tendered Units would, subject to confirmation by the unitholder, be so redeemed. The Run-Off Pool Units represent a proportionate share of each asset and liability from which the Fund's net asset value is derived. As the assets attributable to the Run-Off Pool Units are converted to cash (e.g. from mortgage loan repayments, mortgage loan sales, or other proceeds of realization from underlying mortgage collateral), such proceeds, net of attributable liabilities and net of reasonable reserves, to the extent they are made available to the Fund, will be paid to holders of Run-Off Pool Units as a redemption of Run-Off Pool Units, on a quarterly basis. Assets attributable to the Run-Off Pool Units may periodically be purchased for the benefit of the main Fund at fair market value to the extent surplus capital is available. Holders of Run-Off Pool Units will be entitled to distributions of interest and any other income generated by the assets attributable to the Run-Off Pool Units in the same manner as unitholders are entitled to such distributions generated on the balance of the Fund's assets. Additionally, if the net asset value of the Run-Off Pool Units in the aggregate is determined to be less than $100 million, the Trustees have the right to redeem all outstanding Run-Off Pool Units in cash, at a redemption discount of up to 12% of the net asset value of the Run-Off Pool Units.

On June 17, 2025, 798,143 Run-Off Pool units were redeemed for $7,137, and on December 17, 2025, 292,180 Run-Off Pool units were redeemed for $2,500.

On February 1, 2026, the Trustees, pursuant to section 3.3 of the Fund's Declaration of Trust, elected to redeem some of a unitholder's Class A units. This action was taken solely to correct an administrative error that occurred in September 2022, at the time

the Run-Off Pool was established, where one unitholder's Run-Off Pool election form was not processed. 86,442 Class A units were redeemed, and exchanged for an equal number of Run-Off Pool Units. In addition, 2,429 units that had previously been redeemed were reversed. The Run-Off Pool Units issued above have been added to and will be treated in the same manner as the Run-Off Pool Units issued on September 26, 2022.

5. NAV per unit and net income and comprehensive income per unit

As at September 30, 2026, NAV per Fund unit is calculated as total assets less total liabilities, including units submitted for redemption, allocable to outstanding Fund units of 274,243,909 (December 31, 2025 – 273,571,682). NAV per Run-Off Pool unit is calculated as total assets less total liabilities, allocable to outstanding Run-Off Pool units of 11,833,050 (December 31, 2025 – 11,744,179).

Net loss and comprehensive loss per Fund unit were computed using the weighted average number of Fund units issued and outstanding of 273,933,817 (2025 – 272,818,565).

Net loss and comprehensive loss per Run-Off Pool unit were computed using the weighted average number of Run-Off Pool units issued and outstanding of 11,822,958 (2025 – 12,477,823).

6. Distributions

The Fund makes distributions to the unitholders (Fund units and Run-off Pool units) monthly on or about the 15th day of each month. The Fund's trust indenture indicates that the Fund intends to distribute 100% of the net earnings of the Fund, determined in accordance with the Income Tax Act (Canada), to the unitholders.

For the nine-month period ending September 30, 2026, the Fund declared distributions of $0.18 (2025 – $0.18) per unit and a total of $51,436 (2025 – $51,352) to be distributed to all the unitholders.

7. Income taxes

The Fund is taxed as a mutual fund trust for income tax purposes. Pursuant to the trust indenture, the Fund intends to distribute 100% of its income for income tax purposes each year to such an extent that it will not be liable for income tax under the Income Tax Act (Canada). Therefore, no provision for income taxes is required on earnings of the Fund.

On June 22, 2007, legislation relating to the federal income taxation of a specified investment flow-through trust or partnership ("SIFT") received royal assent (the "SIFT Rules").

Under the SIFT Rules, certain distributions from a SIFT will no longer be deductible in computing a SIFT's taxable income and a SIFT will be subject to income taxes on such distributions at a rate that is substantially equivalent to the general tax rate applicable to a Canadian corporation. Distributions paid by a SIFT as returns of capital will not be subject to income taxes.

The Fund is not subject to the SIFT tax regime as its units are not listed or traded on a stock exchange or other public market. Accordingly, the Fund has not recorded a provision for income taxes or future income tax assets or liabilities in respect of the SIFT Rules.

8. Related party transactions and balances

Transactions with related parties are in the normal course of business and are recorded at the exchange amount, which is the amount of consideration established and agreed to by the related parties and which represents fair market value.

Other than the transactions disclosed elsewhere in these financial statements, the Fund and the Partnership had the following significant related party transactions:

A) Two of the Trustees of the Fund are indirect owners of Romspen. Under the Mortgage Origination and Capital Raising Agreement, Romspen provides capital raising services to the Fund. Romspen receives fees totalling 0.33% per annum, calculated daily and payable monthly, of the principal balance of all mortgage investments and the fair market value of all other non-mortgage investments of the Partnership. For the nine months ended September 30, 2026, the total amount was $4,745 (2025 – $4,882).

B) Under the Mortgage Origination and Capital Raising Agreement, Romspen provides mortgage origination services to the Partnership. Romspen receives fees totalling 0.67% per annum, calculated daily and payable monthly, of the principal balance of all mortgage investments and the fair market value of all other non-mortgage

investments of the Partnership. For the nine months ended September 30, 2026, this amount was $9,633 (2025 – $9,913).

C) Under the Mortgage Origination and Capital Raising Agreement, Romspen provides mortgage origination services to USMLP. Romspen receives fees totalling 1% per annum, calculated daily and payable monthly, of the principal balance of all mortgage investments and the fair market value of all other non-mortgage investments of USMLP. For the nine months ended September 30, 2026, this amount was $5,312 (2025 – $5,451).

D) Romspen and related entities also receive certain fees directly from the borrower, generated from the Partnership's mortgage investments and USMLP's mortgage investments as follows: all lender, broker, origination, commitment, renewal, extension, discharge, participation, insufficient funds and administration fees generated on the mortgages. For the nine months ended September 30, 2026, this amount was $6,416 (2025 – $9,523).

E) Employees and directors of Romspen, along with related parties, are permitted to invest in the Fund and Partnership's investments. The Partnership's mortgages may be syndicated with other investors, which may include Romspen, members of management of Romspen and officers or Trustees of the Fund. The Partnership will rank equally with, or in priority to, such other investors or participants as to receipt of principal and income. In certain mortgage enforcements, subsidiaries of the Partnership take ownership of real properties, and such subsidiaries then enter into co-ownership arrangements with third parties and may also include Romspen and its affiliates and indirect owners, and Trustees of the Fund or entities owned by them.

F) As at September 30, 2026, the Partnership had one (December 31, 2025 - one) investment outstanding with an original cost of $57,683 (December 31, 2025 – $58,328), including accrued interest of $18,776 (December 31, 2025 – $19,421) and fair value of $57,683 (December 31, 2025 – $58,328) due from mortgagors and investments in which members of management of Romspen own non-controlling equity interests. The interest rate for this mortgage investment is 12% (December 31, 2025 –12%).

G) Included in the Fund and the Partnership's accounts payable and accrued liabilities is an amount of $53 payable to Romspen (December 31, 2025 – $132).

H) As at September 30, 2026, the Partnership has 16 (December 31, 2025 – 16) mortgage investments with entities that are owned by a subsidiary of Romspen ("Romspen Subsidiary") following the completion of the enforcement foreclosure on behalf of the Partnership. The weighted average rate for these mortgages is 9.0% (December 31, 2025 – 5.7%).

During the nine-month period ended September 30, 2026, Romspen Subsidiary foreclosed and assumed two mortgages (2025 – one) on behalf of the Partnership.

On April 28, 2026, the Ontario Superior Court of Justice granted an order approving a transaction whereby ownership of Woodbine Mall Holdings Inc. and Fantasy Fair and Kids Village Inc. (the "Companies"), the original borrowers and owners/operators of the Woodbine Mall, was vested in RIC (Woodbine) Inc. Most of the outstanding indebtedness owed by the Companies was retained by the Companies.

Under the terms of the Court's order, certain of the Companies' liabilities were transferred to a newly-formed corporation. On May 29, 2026, the closing date, the Partnership paid $18,600 of realty taxes owing to the City of Toronto.

RIC (Woodbine) Inc. is a controlled subsidiary indirectly owned by Romspen and is classified as a related-party mortgage investment. The investment is carried at fair value using Level 3 inputs, reflecting a fair value provision recorded prior to the closing of the transaction and supported by independent third-party appraisal.

On July 13, 2026, RIC (No. 3 Road) Holdings Inc. ("RIC No. 3"), a newly-formed corporation indirectly controlled by Romspen, acquired the lands at 5333 No. 3 Road, Richmond, British Columbia (the "Lands") pursuant to a transaction approved by a vesting order of the Supreme Court of British Columbia in the CCAA proceedings of Alderbridge Way Limited Partnership, the original borrower.

As at September 30, 2026, the cost of the mortgage investments with Romspen Subsidiary is $859,860 (December 31, 2025 – $584,984), and the fair value is $589,045 (December 31, 2025 – $370,323). For the nine-month period ended September 30, 2026, the Partnership recognized interest income of $255 (2025 – $1,120) from these investments.

9. Commitments and contingent liabilities

In the event that management agreements are terminated, the various management agreements between the Fund, the Partnership and Romspen contain provisions for the payment of termination fees of an amount equal to 2% of the fair market value of the Partnership's assets under management on the date on which the termination notice is received, in addition to any other amounts owing by the Partnership or the Fund. These amounts will be satisfied by the payment of cash, interests in mortgages or in such combination thereof as determined by the mortgage manager. These agreements continue in force until terminated in accordance with their provisions.

10. Fair values of financial instruments

IFRS 13 - Fair Value Measurement, establishes enhanced disclosure requirements for fair value measurements of financial instruments and liquidity risks. A three-level valuation hierarchy is used for disclosure of financial instruments measured at fair value based upon the degree to which the inputs used to value an asset or liability as of the measurement date are observable:

- Level 1 – quoted (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Fund's investment in the Partnership has been classified in Level 2 of the hierarchy.

The fair value of the investment in the Partnership is the amount of net assets attributable to unitholders of the Partnership. The Fund routinely redeems and issues the redeemable Partnership units at the amount equal to the proportionate share of net assets of the Partnership at the time of redemption. Accordingly, the carrying amount of net assets attributable to unitholders of the Partnership approximates their fair value.

The fair values of cash, other assets, accounts payable and accrued liabilities, units submitted for redemption, unitholders' distributions payable and prepaid unit capital approximate their carrying values due to their short-term maturities.

11. Financial instrument risk management

The Fund is exposed in varying degrees to a variety of risks from its use of financial instruments. The Trustees and Romspen discuss the principal risks of the business on a day-to-day basis. The Trustees set the policy framework for the implementation of systems to manage, monitor and mitigate identifiable risks. The Fund's risk management objective in relation to these instruments is to protect and minimize volatility to net assets and mitigate financial risks, including credit risk, liquidity risk, market risk (including interest rate risk and currency risk) and capital management risk.

Romspen seeks to minimize potential adverse effects of risk by retaining experienced analysts and advisors, monitoring the Partnership's positions, market events and entering into hedge contracts. The types of risks the Fund is exposed to, the source of risk exposure and how each is managed is outlined hereafter:

a) Credit risk

Credit risk is the risk of loss due to a counterparty to a financial instrument failing to discharge their obligations.

The Fund is exposed to credit risk through its investment in the Partnership.

b) Liquidity risk

Liquidity risk is the risk that the Fund or the Partnership will not have sufficient cash to meet its obligations as they become due.

Unitholders in the Fund have the limited right to redeem their units in the Fund, as described in the Fund's Offering Memorandum ("Offering Memorandum") and paragraph 5.25 of the Fund's Declaration of Trust. The Trustees are entitled, in their sole discretion, to extend the time for payment of any unitholder redemption if, in their reasonable opinion, such payment would be materially prejudicial to the interests of the remaining unitholders.

The Fund is obliged to pay management fees to Romspen, which are funded out of interest income earned from the Partnership.

c) Market risk

Market risk is the risk that changes in market prices - such as interest rates, foreign exchange rates, equity prices and credit spreads - will affect income or fair value of financial instruments.

The Fund is exposed to market risk through its investment in the Partnership.

i) Currency risk:

A weakening of the Canadian dollar against the US dollar by 5% would have resulted in an increase in NAV of $0.08 per unit (December 31, 2025 – $0.11 per unit), assuming all other variables, including interest rates, remain constant. A strengthening would have resulted in an equal but opposite effect.

d) Capital risk management

The Fund manages capital to attain its objective of providing stable and secure cash distributions of income while preserving unitholders' equity. The Fund defines capital as being capital raised by issuing Fund units. The Fund intends to distribute its taxable income to unitholders, with the result that growth in the portfolio can only be achieved through the raising of additional equity capital and by utilizing the Partnership's available borrowing capacity.

The Fund raises equity capital on a monthly basis during periods where Romspen projects a greater volume of investment opportunities than the Fund's near-term capital would be sufficient to fund. In the event the Fund may have surplus equity capital, the Trustees of the Fund have the right to redeem units held by unitholders or to declare a return of capital distribution.

e) Economic downturn or recession

The Fund's investment in Partnership is susceptible to economic slowdowns or recessions. Therefore, the value of its investment in Partnership is likely to decrease during these periods. A prolonged economic slowdown may result in losses of value in the Fund's investment and a decrease in the Fund's revenues, net income and NAV.

f) Other price risk

Other price risk is the risk that the fair value of investments will fluctuate as a result of changes in market prices (other than those arising from currency risk or interest rate risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in a market.

Unexpected volatility or illiquidity could occur due to legal, political, regulatory, economic or other developments, such as public health emergencies, including an epidemic or pandemic, natural disasters, war and related geopolitical risks, and may impair Romspen's ability to carry out the objectives of the Fund or cause the Fund to incur losses. Neither the duration nor the ultimate effect of any such market conditions, nor the degree to which such conditions may worsen can be predicted.

Romspen adheres to specified investment constraints in relation to asset class and diversification, thus minimizing exposure to other price risk. Other assets and liabilities are monetary items that are short-term in nature and not subject to other price risk.

Trustees & Management

Romspen is led by six managing partners, each with extensive finance and real estate experience, supported by over 80 professionals dedicated to all facets of our business. The Trustees and the management team are collectively the largest non-institutional investor in the Fund. This alignment is essential to preserving capital and generating strong consistent returns for the Fund's unitholders.

Romspen Mortgage Investment Fund

Sheldon Esbin
Trustee

Arthur Resnick
Trustee

Wesley Roitman*
Trustee

Mark Hilson*
Trustee

Paras Dharamshi
Trustee

Romspen Investment Corporation

Wesley Roitman
Managing General Partner

Blake Cassidy*
Managing Partner

Mary Gianfriddo
Managing Partner

Derek Jenkin
Managing Partner

Peter Oelbaum
Managing Partner

Richard Weldon
Managing Partner

Joel Mickelson
General Counsel

Brent Forrest
President, Romspen Development Group

Vanessa Ho
Senior Vice President, Finance

Hugo Domingues
Vice President, Finance and Treasury

Doha Heikal
Vice President, Information Technology

*Denotes director of Romspen Investment Corporation

Unitholder Information

Units

The Fund units represent a beneficial ownership interest in the Romspen Mortgage Investment Fund. The Fund is a closed-end investment trust and is the sole limited partner in the Romspen Mortgage Limited Partnership.

Distributions

Distributions on Fund units are payable on or about the 15th day of each month. The Fund intends to distribute its taxable earnings each year to unitholders.

Distribution Reinvestment Plan

The distribution reinvestment plan provides unitholders a means to reinvest cash distributions in additional units of the Fund. To participate, registered unitholders should contact Romspen or their investment dealer.

Investor Relations Contact

Investor Relations Contact Requests for the Fund's annual report, quarterly reports, or other corporate communications should be directed to:

Investor Relations
Romspen Mortgage Investment Fund
Suite 300, 162 Cumberland Street
Toronto, Ontario M5R 3N5
416-966-1100

Duplicate Communication

Registered holders of Fund units may receive more than one copy of unitholder mailings. Every effort is made to avoid duplication, but when units are registered under different names and/or addresses, multiple mailings result. Unitholders who receive, but do not require, more than one mailing for the same ownership are requested to contact Investor Relations and arrangements will be made to combine the accounts for mailing purposes.

Auditors

KPMG LLP

Legal Counsel

Gardiner Roberts LLP

Website

www.romspen.com